

LUCE FORWARD

ATTORNEYS AT LAW • FOUNDED 1873
LUCE FORWARD HAMILTON & SCRIPPS LLP

www.luce.com

600 West Broadway
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San Diego, CA 92101

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619.645.5335 fax
lmoose@luce.com - 619.235.3474
asage@luce.com - 619.233.2963

TAXPAYER I.D. NO: 95-1559758

Hamstreet & Associates
Mr. Clyde Hamstreet
One SW Columbia, Suite 1000
Portland, OR 97258

CLOSING DATE : JUNE 30, 2010
CLIENT NUMBER : 38062
MATTER NUMBER : 00002
RESP. ATTORNEY:(DZS)

RE: Clyde Hamstreet & Associates
Sunwest
FILE NUMBER:38062
00002

TOTAL FOR INVOICE #	6651341	:	80,567.70
PRIOR A/R BALANCE FOR THIS MATTER:			542,193.70

TOTAL DUE FOR THIS MATTER		:	\$ 622,761.40

(THIS PAGE TO BE REMITTED WITH PAYMENT)

BALANCES ARE DUE AND PAYABLE ON PRESENTATION.

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RESP. ATTORNEY: (DZS)

RE: Sunwest
FILE NUMBER: 38062
00002

DATE	ATTY	HOURS	AMOUNT	PROFESSIONAL SERVICES RENDERED
6/01/10	DZS	3.30	1,485.00	Conference call; review documents;
6/01/10	LMF	1.50	382.50	Research law regarding liquidating trusts in bankruptcy cases, including tax aspects;
6/02/10	DZS	8.80	3,960.00	Work on Divestco; work on memo to Clyde; work on HFG memo; conference call; investigate law re management committee;
6/02/10	LMF	4.50	1,147.50	Research law regarding anti-abuse rules and fair market value of property contributed to a limited partnership;
6/03/10	DZS	3.50	1,575.00	Review documents; conference calls;
6/03/10	MLM	.30	135.00	Conference with Attorney Steinhouse re: tax issues;
6/03/10	AQG	1.50	517.50	Conference call; work on structure issues;
6/03/10	LMF	4.80	1,224.00	Research law regarding directly deeding real property to ultimate owner entity to avoid multiple transfer taxes;
6/04/10	DZS	2.30	1,035.00	Work on documents;
6/04/10	AQG	.80	276.00	Conference call;
6/05/10	DZS	1.50	675.00	Work on 40 reg issues; work on documents;
6/06/10	DZS	3.50	1,575.00	Work on settlement documents; merger committee issues;

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DATE	ATTY	HOURS	AMOUNT	PROFESSIONAL SERVICES RENDERED
6/06/10	AQG	3.50	1,207.50	Work on settlement issues; work on agreements;
6/07/10	DZS	2.50	1,125.00	Conference call; review documents;
6/07/10	AQG	3.00	1,035.00	Work on Trustco and settlement issues; conference calls;
6/08/10	DZS	4.00	1,800.00	Conference call re feeder agreement; conference call re structure;
6/08/10	AQG	4.00	1,380.00	Work on settlement issues; work on HFG issues; conference call;
6/09/10	DZS	3.30	1,485.00	Trustco call; conference call with C. Hamstreet;
6/09/10	JAG	2.50	1,125.00	Legal research regarding tax effects of merger of LLCs; conference with D. Steinhouse regarding same;
6/09/10	AQG	3.30	1,138.50	Work on Trustco issues; conference calls
6/09/10	LMF	1.50	382.50	Research law regarding the federal income tax implications associated with the receiver and whether beneficial interests in liquidating trust would require registration under the 1934 Act;
6/10/10	DZS	3.00	1,350.00	Conference call; investigate law re SEC filing;
6/10/10	AQG	3.00	1,035.00	Work on settlement and LLC issues; work on Trustco issues;
6/10/10	LMF	1.80	459.00	Research law regarding the federal income tax implications associated with the receiver and whether beneficial interests in liquidating trust would require registration under the 1934 Act;
6/11/10	DZS	2.80	1,260.00	Conference call with C. Hamstreet;
6/11/10	MLM	.30	135.00	Conference with Attorney Steinhouse re: guaranteed payments;
6/11/10	AQG	2.50	862.50	Work on LLC issues; conference calls;

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INVOICE NUMBER: 6651341
RESP. ATTORNEY: (DZS)

DATE	ATTY	HOURS	AMOUNT	PROFESSIONAL SERVICES RENDERED
6/11/10	LMF	2.00	510.00	Research law regarding the federal income tax implications associated with the receiver and whether beneficial interests in liquidating trust would require registration under the 1934 Act;
6/13/10	DZS	.30	135.00	Investigate law re structure;
6/13/10	AQG	1.00	345.00	Work on LLC settlement and tax issues;
6/14/10	DZS	1.30	585.00	Conference call;
6/14/10	JAG	.90	405.00	Legal research regarding liquidating trusts;
6/14/10	AQG	2.50	862.50	Work on LLC tax issues; conference calls;
6/14/10	LMF	3.70	943.50	Research law regarding the federal income tax implications associated with the receiver and whether beneficial interests in liquidating trust would require registration under the 1934 Act;
6/15/10	DZS	3.80	1,710.00	Investigate law re settlement agreement; conference call re Divestco; conference call with C. Hamstreet;
6/15/10	AQG	4.50	1,552.50	Conference call; work on Divestco TIC issues; work on LLC settlement issues;
6/15/10	LMF	2.00	510.00	Research law regarding the federal income tax implications associated with the receiver and whether beneficial interests in liquidating trust would require registration under the 1934 Act;
6/16/10	DZS	4.50	2,025.00	Investigate law re LLC agreement; conference with C. Hamstreet; 40 application;
6/16/10	AQG	5.00	1,725.00	Work on Trustco issues; investigate law regarding Section 12(g) and 12(h); work on Divestco issues; conference calls;
6/16/10	LMF	3.40	867.00	Research law regarding the federal income tax

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DATE	ATTY	HOURS	AMOUNT	PROFESSIONAL SERVICES RENDERED
				implications associated with the receiver and whether beneficial interests in liquidating trust would require registration under the 1934 Act;
6/17/10	DZS	2.80	1,260.00	Work on agreement; work on HFG issues;
6/17/10	AQG	3.00	1,035.00	Work on Divestco issues; conference call;
6/17/10	LMF	7.10	1,810.50	Research law regarding whether beneficial interests in liquidating trust would require registration under the 1934 Act and no-action letters regarding same, including telephonic communication with the SEC;
6/18/10	DZS	2.30	1,035.00	Investigate law and conference call re structure;
6/18/10	AQG	2.00	690.00	Work on tax issues; conference call;
6/18/10	LMF	3.60	918.00	Research law regarding whether beneficial interests in liquidating trust would require registration under the 1934 Act and no-action letters regarding same;
6/19/10	DZS	.80	360.00	Investigate law re HFG;
6/20/10	DZS	2.30	1,035.00	Work on subscription documents;
6/20/10	AQG	3.00	1,035.00	Work on subscription agreements; telephone calls regarding same; work on Trustco securities issues;
6/21/10	DZS	3.00	1,350.00	Investigate law and conference re subscription agreement; conference call with C. Hamstreet; review documents;
6/21/10	PLJ	1.00	450.00	Consultation with Attorney Grossman regarding treatment of nonrecourse debt;
6/21/10	JAG	4.90	2,205.00	Legal research regarding tax effects of distribution of SWP assets to investors;

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6/21/10	AQG	3.50	1,207.50	Conference calls; work on agreements;
6/22/10	DZS	.80	360.00	Investigate law re Divestco;
6/22/10	AQG	2.50	862.50	Investigate law regarding Trustco issues; conference calls;
6/23/10	DZS	2.00	900.00	Investigate law and conference call re LLCs and HFG; review subscription agreement;
6/23/10	AQG	1.00	345.00	Work on closing issues; conference call;
6/24/10	DZS	2.80	1,260.00	Investigate law and conference re HFG and LLCs; investigate law re subscription;
6/24/10	AQG	2.80	966.00	Conference call; work on Trustco issues;
6/25/10	DZS	3.30	1,485.00	Work on HFG issues; conference call;
6/25/10	AQG	3.00	1,035.00	Work on HFG issues; work on Divestco issues; CRO call;
6/26/10	DZS	3.50	1,575.00	Work on HFG proposals; conference re Trustco and Divestco; conference re structure;
6/26/10	AQG	2.00	690.00	Work on liquidating trust issues; review no action letters; work on Divestco issues;
6/27/10	DZS	2.30	1,035.00	Work on HFG issues; investigate law re Perusse 1031;
6/27/10	AQG	6.00	2,070.00	Work on reverse exchange and Divestco issues; work on liquidating trust issues; telephone call;
6/28/10	DZS	3.50	1,575.00	Conference re open issues; conference re Divestco structure; conference call re HFG;
6/28/10	AQG	6.00	2,070.00	Conference call with TIC Committee regarding Divestco TICs; telephone call with CRO team; conference call with HFG attorneys; work on tax issues;
6/29/10	DZS	8.80	3,960.00	Review documents; meeting re tax issues; review

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DATE	ATTY	HOURS	AMOUNT	PROFESSIONAL SERVICES RENDERED
6/29/10	AQG	1.50	517.50	tax memo;
6/30/10	DZS	1.80	810.00	Telephone call; work on liquidating trust issues; work on HFG issues;
6/30/10	AQG	1.80	621.00	Conference call; work on documents; investigate law re tax issue;
6/30/10	LMF	2.80	714.00	Conference call; work on liquidating trust issues; work on HFG issues; Research law regarding whether beneficial interests in liquidating trust would require registration under the 1934 Act and no-action letters regarding same, and work on legal memorandum;

209.70 TOTAL HOURS

FEES FOR SERVICES RENDERED 79,185.00

DISBURSEMENT AND OTHER SERVICES

Travel Expenses	761.10
Corporate Fees	418.00
Computerized legal research	35.00
Photocopying	168.60

TOTAL REIMBURSABLE DISBURSEMENTS 1,382.70

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TOTAL SERVICES	79,185.00
TOTAL COSTS	1,382.70
TOTAL FEES AND DISBURSEMENTS	80,567.70

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